

Số: 01/BCQT-2025

Ho Chi Minh city, 22th January 2025

**REPORT ON CORPORATE GOVERNANCE OF LISTED COMPANY
(year 2024)**

To: - The State Securities Commission
- The Stock Exchange

- Name of listing company: **Công ty Cổ phần khách sạn Sài Gòn**
- Address of headoffice: 41 – 47 Dong Du, Ben Nghe ward, District 1, HCMC
- Telephone: (028) 38299 734 Fax: (028) 38291 466
- Email: info@saigonhotel.com.vn
- Charter capital: 123,641,000,000 VND.
- Securities code: SGH

I. Activities of the General Meeting of Shareholders

Information on meetings and resolutions / decisions of the General Meeting of Shareholders (including the resolutions of the General Meeting of Shareholders adopted in the form of written comments):

| No. | Resolution/Decision No. | Date | Content |
|-----|-------------------------|------------|---|
| 1 | 01/NQ-ĐHĐCĐ2024 | 26/06/2024 | <ul style="list-style-type: none">- Approval of the 2023 reports: 2023 Board of Directors' Report, 2023 Supervisory Board's Report, and the audited 2023 financial statements by UHY Auditing and Consulting Co., Ltd. – Ho Chi Minh City Branch.- Approval of the 2023 business results.- Approval of the finalization of remuneration for the Board of Directors and the Supervisory Board for 2023.- Approval of the 2023 profit distribution plan.- Approval of the 2024 Business Plan.- Approval of the remuneration levels for the Board of Directors and the Supervisory Board for 2024.- Approval of the 2024 profit distribution plan.- Approval of authorizing the Board of Directors to select an auditing firm for the 2024 financial statements from among the audit firms approved by the Ministry of Finance and the Securities |

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| | | | <p>Commission.</p> <ul style="list-style-type: none"> - Approval of the dismissal of Mrs. Nguyễn Hồng Thanh Lan from the position of Member of the Supervisory Board. - Approval of the election of Mr. Nguyễn Trần Gia Huy as a supplementary member of the Supervisory Board for the 2022–2026 term. - Approval of the dismissal of Mr. Nguyễn Đường Giang from the position of Chairman of the Board of Directors. - Approval of the election of Mr. Võ Thanh Bình as a supplementary member of the Board of Directors and Chairman of the Board of Directors for the 2022–2026 term. |
|--|--|--|--|

II. Board of Management (Annual):

1. Information about the members of the Board of Management:

| No. | BOM's member | Position | Day becoming/n o longer member of the Board of Directors | Number of attendance | Percentage | Reasons for absence |
|-----|-----------------------|----------|--|----------------------|------------|---------------------|
| 1 | Mr Vo Thanh Binh | Chairman | 26/06/2024 | 02 | 40% | |
| 2 | Mr Nguyen Duong Giang | Chairman | 30/12/2021 26/06/2024 | 03 | 60% | |
| 3 | Mr Pham Thanh Binh | Member | 20/01/2017 | 05 | 100% | |
| 4 | Mrs Ta Thi Tuyet Mai | Member | 30/07/2020 | 05 | 100% | |
| 5 | Mrs Phan Ngoc Bich | Member | 30/07/2020 | 05 | 100% | |
| 6 | Mr Tran Tien | Member | 16/08/2022 | 05 | 100% | |

2. Supervision by the BOD over the Director (General Director):

- Supervise and direct the disclosure of information to ensure transparency and timeliness in compliance with legal regulations.
- Regularly review and evaluate business performance and economic indicators to provide timely direction to the Executive Board, aiming to enhance the Company's operational efficiency.
- Monitor the activities of the Executive Board to ensure the Company's business efficiency.
- Oversee the implementation of the resolutions issued by the General Meeting of Shareholders and the Board of Directors.

3. Activities of the Board of Directors' committees: None

4. Resolutions/Decisions of the Board of Directors (annual reports):

| No. | Resolution/Decision No. | Date | Content |
|-----|-------------------------|------------|---|
| 1 | 02/2024/NQ-HĐQT | 01/02/2024 | - Approval of the 2023 business results. - Approval of the investment and major repair plan for 2024. |
| 2 | 04/2024/NQ-HĐQT | 21/03/2024 | - Approval of allocating an additional one month's salary as a bonus for exceeding the 2023 plan. |
| 3 | 06/2024/NQ-HĐQT | 06/05/2024 | - Approval of the official letter from Saigontourist Group regarding changes in capital representatives and members of the Board of Directors. - Approval of the official letter from Saigontourist Group regarding changes in members of the Supervisory Board. - Approval of the 2023 business results and the proposed profit distribution plan. - Approval of the 2024 business plan and the proposed profit distribution plan. - Approval of the preparation plan for the 2024 Annual General Meeting of Shareholders. |
| 4 | 08/2024/NQ-HĐQT | 25/10/2024 | - Approval of the business results for the first 8 months of 2024. - Approval of the investment plan for the renovation and upgrade of the fire protection system, with a total estimated investment of 1,546,794,000 VND. - Approval of the report on the land leasing status. |
| 5 | 10/2024/NQ-HĐQT | 29/11/2024 | - Approval of the change in the position of Chief Accountant at Saigon Hotel Joint Stock Company from Mrs. Nguyen Hoang Thoa to Mrs. Nguyen Thi Huong. - Approval of proceeding with a with one-off rental payment for the entire lease period. |

III. Supervisory Board (annual reports):

1. Information about members of Supervisory Board:

| No. | Supervisory Board | Position | Day becoming/ no longer member | Number of attendance | Percentage | Reasons for absence |
|-----|------------------------------|-----------------------|--------------------------------------|-------------------------|------------|---------------------------|
| 1 | Mrs Ha Thi Mai Phuong | Head of Sup. Board | 16/08/2022 | 01 | 100% | |
| 2 | Mr Nguyen Tran Gia Huy | Member | 26/06/2024 | | | |
| 3 | Mrs Nguyen Hong Thanh Lan | Member | 30/12/2021 26/06/2024 | 01 | 100% | |
| 4 | Mrs Huynh Thi Thanh Truc | Member | 30/06/2023 | 01 | 100% | |

2. Surveillance activities of the Supervisory Board toward the Board of Management, Board of Directors and shareholders:

- Supervise operational activities to assess the Company's performance efficiency.
- Financial report control: Review and verify the reliability of the financial statements. Through the examination of business operations and the financial reports for the first, second, third and fourth quarters, the Supervisory Board observes that the Company has complied with the Resolutions of the General Meeting of Shareholders, the Board of Directors, and the State regulations on finance and the management of publicly traded companies on the stock exchange.
- Compliance control: Review the implementation of the Resolutions of the General Meeting of Shareholders and the Board of Directors, ensuring that the Company adheres to and legally complies with issued laws and regulations. Supervise to ensure the company's operations are conducted in compliance with applicable laws, the company's charter, and regulations governing its activities.

3. The coordination among the Supervisory Board with the Board of Management, Board of Directors and different managers:

- The Board of Directors and the Executive Director have consistently facilitated the updating of the Company's operational status and the collection of information and documents for supervision and inspection purposes.
- The Supervisory Board has been invited to attend and provide input at the meetings of the Board of Directors and has submitted reports at the Annual General Meetings of Shareholders.
- Participated with the Board of Directors in selecting an auditing firm for the financial statements.
- Supervised the 2024 financial statements.

4. Other activities of the Supervisory Board (if any): **None**

IV. Training on corporate governance:

Training courses on corporate governance which members of Board of Management, members of the Supervisory Board, Director (CEO), other managers and company secretary was involved in accordance with regulations on corporate governance: **None**

V. List of affiliated persons of the public company as specified in clause 34, Article 6 of the Securities Law (annual reports) and transactions of affiliated persons of the Company with the Company)

1. An attach list of affiliated persons of the Company

Note: In case of individual: ID card/Passport No.; In case of organization: License of establishment and operation/Certificate of business registration/equivalent legal documents.

2. Transactions between the company and the affiliated persons or between the company and major shareholders, internal persons and related person of internal person: **None**

Note: In case of individual: ID card/Passport No.; In case of organization: License of establishment and operation/Certificate of business registration/equivalent legal documents.

3. Transaction between internal person of listed company and company's subsidiaries, or the company in which listed company takes controlling power: **None**

4. Transactions between the company and other objects: **None**

4.1. Transactions between the company and the company that members of Board of Management, members of the Supervisory Board, Director (CEO) has been a founding member or members of Board of Management, Director (CEO) in three (03) years (calculated

at the time of reporting): **None**

4.2. *Transactions between the company and the company that related person of members of Board of Management, members of the Supervisory Board, Director (CEO) as a member of Board of Management, Director (CEO):* **None**

4.3. Other transactions of the company (if any) may be beneficial material or immaterial for members of Board of Management, members of the Supervisory Board, Director (CEO): **None**

VI. Transactions of internal persons and related person of internal person (annual reports): **None**

1. List of internal persons and their affiliated persons:

| No. | Name | Securities trading account (if any) | Position at the company (if any) | Pass port No., date of issue, place of issue | Address | Number of shares owned at the end of the period | Percentage of share ownership at the end of the period | Note |
|-----|------|-------------------------------------|----------------------------------|--|---------|---|--|------|
| | | | | | | | | |

2. Transactions of internal persons and affiliated persons on shares of the listed company: **None**

VII. Other significant issues: **None**

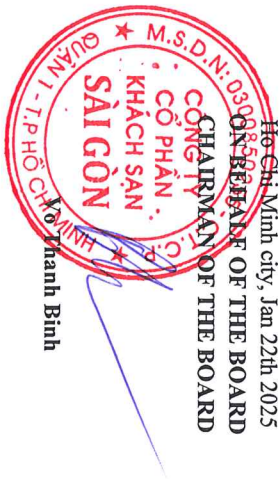
CHAIRMAN OF THE BOD

Võ Thanh Bình

COMPANY NAME: CÔNG TY CỔ PHẦN KHÁCH SẠN SÀI GÒN
Stock Code: SGH

LIST OF STATE SHAREHOLDERS AND MAJOR SHAREHOLDERS

| No | Stock code | Name | ID | Issue date | Type of shareholder | No. of shares owned | Percentage | Note |
|----|------------|----------------------|---------------------------------------|------------|---------------------|---------------------|------------|------|
| | (1) | (2) | (3) | (4) | (5) | (7) | | (6) |
| 1 | SGH | SAIGONTOURIST GROUP | 1833/QĐ-UB-KT Reg. number: 0300625210 | 16/01/2015 | State shareholders | 4,804,100 | 38.86% | |
| 2 | SGH | BONG SEN CORPORATION | 0303609880 | 27/12/2004 | Major shareholders | 1,104,040 | 8.93% | |



COMPANY NAME: CÔNG TY CỔ PHẦN KHÁCH SẠN SÀI GÒN
Stock Code: SGH

LIST OF PERSONS RELATED TO LISTED COMPANY

| No. | Stock Code | Name | Securities Trading Account | Position in company | ID Type (ID/Passpo rt/BRC) | ID Number | Issue date | Issue bye | Address | Current share ownership | Ownership percentage | Start Date as Insider | Note |
|-----|------------|-----------------------|----------------------------|-----------------------|----------------------------|-----------|------------|-----------|---------|-------------------------|----------------------|-----------------------|------|
| 1 | SGH | Vo Thanh Binh | | Chairman of the Board | CMND | | | | | | | 26/6/2024 | |
| 2 | SGH | Nguyen Duong Giang | | Chairman of the Board | CMND | | | | | | | 30/12/2021 | |
| 3 | SGH | Pham Thanh Binh | | Board member | CMND | | | | | | | 20/1/2017 | |
| 4 | SGH | Ta Thi Tuyet Mai | | Board member | CMND | | | | | | | 30/7/2020 | |
| 5 | SGH | Phan Ngoc Bich | | Board member / GM | CMND | | | | | | | 30/7/2020 | |
| 6 | SGH | Tran Tien | | Board member | CMND | | | | | | | 16/8/2022 | |
| 7 | SGH | Ha Thi Mai Phuong | | H. Supervisory Board | CMND | | | | | | | 16/8/2022 | |
| 8 | SGH | Nguyen Tran Gia Huy | | Supervisory member | CMND | | | | | | | 26/6/2024 | |
| 9 | SGH | Nguyen Hong Thanh Lan | | Supervisory member | CMND | | | | | | | 30/12/2021 | |
| 10 | SGH | Huyth Thi Thanh Truc | | Supervisory member | CMND | | | | | | | 30/6/2023 | |
| 11 | SGH | Nguyen Thi Huong | | Chief Accountant | CMND | | | | | | | 12/12/2024 | |

Ho Chi Minh city, Jan 22th 2025
ON BEHALF OF THE BOARD
CHAIRMAN OF THE BOARD
CỘNG HÒA SÀI GÒN
KHÁCH SẠN
QUẬN 1 - T.P HỒ CHÍ MINH
M.S.D.N: 030085023
Vo Thanh Binh

COMPANY NAME: CÔNG TY CỔ PHẦN KHÁCH SẠN SÀI GÒN
Stock Code: SGH

The list of insiders and individuals related to insiders

| No. | Stock Code | Name | Securities Trading Account | Position in company | Relationship to insider | ID Type (ID/Passport/BR) | ID Number | Issue date | Issue bye | Address | Current share ownership | Ownership percentage | Start Date as Insider | Note |
|-----|------------|-----------------------|----------------------------|-----------------------|-------------------------|--------------------------|-----------|------------|-----------|---------|-------------------------|----------------------|-----------------------|------|
| 1 | SGH | Vo Thanh Binh | | Chairman of the Board | Wife | CMND | | | | | | | 26/06/2024 | |
| 2 | SGH | Nguyen Le Tuong Vi | | | | CMND | | | | | | | | |
| 3 | SGH | Vo Nguyen Nguyen Kien | | | Son | CMND | | | | | | | | |
| 4 | SGH | Vo Nguyen Gia Kien | | | Son | CMND | | | | | | | | |
| 5 | SGH | Nguyen Duong Giang | | Chairman of the Board | Wife | CMND | | | | | | | 30/12/2021 | |
| 6 | SGH | Su Thi Oanh Hoa | | | Wife | CMND | | | | | | | | |
| 7 | SGH | Pham Thanh Binh | | Board member | Wife | CMND | | | | | | | 20/1/2017 | |
| 8 | SGH | Le Thi My Lan | | | Wife | CMND | | | | | | | | |
| 9 | SGH | Ta Thi Tuyet Mai | | Board member | | CMND | | | | | | | 30/7/2020 | |
| 10 | SGH | Phan Ngoc Bich | | Board member / GM | | CMND | | | | | | | 30/7/2020 | |
| 11 | SGH | Vo Ngoc Xuan | | | Mother | CMND | | | | | | | | |
| 12 | SGH | Phan Thanh Lam | | | Father | CMND | | | | | | | | |
| 13 | SGH | Phan Viet Cuong | | | Brother | CMND | | | | | | | | |
| 14 | SGH | Tran An Khoi | | | Son | CMND | | | | | | | | |
| 15 | SGH | Tran Tien | | Board member | Son | CMND | | | | | | | 16/8/2022 | |
| 16 | SGH | Tran Hao Nam | | | Son | CMND | | | | | | | | |
| 17 | SGH | Ha Thi Mai Phuong | | H. Supervisory Board | | CMND | | | | | | | 16/8/2022 | |
| 18 | SGH | Ha Manh Anh | | | Father | CMND | | | | | | | | |
| 19 | SGH | Nguyen Thi Thanh Mai | | | Mother | CMND | | | | | | | | |
| 20 | SGH | Ha Hai Anh | | | Brother | CMND | | | | | | | | |
| 21 | SGH | Nguyen Nam | | | Husband | CMND | | | | | | | | |
| 22 | SGH | Nguyen Ha Linh Dan | | | Daughter | | | | | | | | | |
| 23 | SGH | Nguyen Tran Gia Huy | | Supervisory member | Wife | CMND | | | | | | | 26/6/2024 | |
| 24 | SGH | Nguyen Thi Thuy Linh | | | | CMND | | | | | | | | |
| 25 | SGH | Nguyen Gia Cat Nguyen | | | Daughter | | | | | | | | | |
| 26 | SGH | Nguyen Hong Thanh Lam | | Supervisory member | | CMND | | | | | | | 30/12/2021 | |
| 27 | SGH | Bui Anh Tuan | | | Husband | CMND | | | | | | | | |
| 28 | SGH | Huyh Thi Thanh Truc | | Supervisory member | | CMND | | | | | | | 30/6/2023 | |
| 29 | SGH | Nguyen Thi Huong | | Chief Accountant | | CMND | | | | | | | 12/12/2024 | |
| 30 | SGH | Le Van Hung | | | Husband | CMND | | | | | | | | |



Vo Thanh Binh